

**Electronically Recorded**

Official Public Records

*Mary Louise Garcia*

Mary Louise Garcia

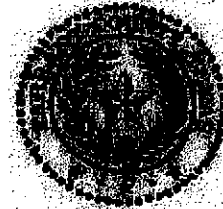
**Tarrant County Texas**

2/16/2011 10:13 AM

**D211037829**

PGS 6 \$36.00

Submitter: SIMPLIFILE



CHESAPEAKE ENERGY CORP.  
ATTN: RECORDING TEAM  
P.O. Box 18496  
Oklahoma City, OK 73154

Submitter: Chesapeake Operating, Inc.

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MARY LOUISE GARCIA  
TARRANT COUNTY CLERK  
TARRANT COUNTY COURTHOUSE  
100 WEST WEATHERFORD  
FORT WORTH, TX 76196-0401

**DO NOT DESTROY**  
**WARNING - THIS IS PART OF THE OFFICIAL RECORD.**

ELECTRONICALLY RECORDED  
BY SIMPLIFILE

By: \_\_\_\_\_

ANY PROVISION WHICH RESTRICTS THE SALE, RENTAL OR USE  
OF THE DESCRIBED REAL PROPERTY BECAUSE OF COLOR OR  
RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.

CITY SECRETARY  
CONTRACT NO. \_\_\_\_\_

**NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OR ALL OF THE FOLLOWING INFORMATION FROM ANY INSTRUMENT THAT TRANSFERS AN INTEREST IN REAL PROPERTY BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.**

STATE OF TEXAS                   §  
   §  
COUNTY OF TARRANT       §

KNOW ALL MEN BY THESE PRESENTS:

**10581640**

**FIRST AMENDMENT TO OIL AND GAS LEASE**

Electronically Recorded  
Chesapeake Operating, Inc.

This First Amendment to Oil and Gas Lease (this "First Amendment") is entered into by and between CITY OF FORT WORTH, a home rule municipal corporation of the State of Texas, whose address is 1000 Throckmorton Street, Fort Worth, Texas 76102 ("Lessor"), and CHESAPEAKE EXPLORATION, LLC, whose address is P.O. Box 18496, Oklahoma City, Oklahoma 73154 (the "Lessee"), to be effective for all purposes as of the 1st day of June, 2010 (the "Effective Date").

WHEREAS, reference is hereby made to that certain Oil and Gas Lease, dated effective the 1st day of June, 2010, by and between Lessee and Lessor covering 79.842 gross acres more or less in Tarrant County, Texas, a Memorandum of which lease is recorded as Instrument Number D210160123 in the Official Public Records of Tarrant County, Texas (the "Lease");

WHEREAS, Lessor and the Lessee hereby desire to execute this First Amendment.

NOW, THEREFORE, Lessor and the Lessee, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged and confessed, and the covenants and agreements stated herein, hereby amend the terms of the Lease as set forth below:

The entirety of the Exhibit A of the Lease is **removed and replaced** by the following new Exhibit:

81.369 acres, more or less, as better described in the following sixteen (16) tracts:

- Tract #1: 1.563 acres, more or less, out of the E. Littlepage Survey, Abstract No. 971, more particularly described by metes and bounds in that certain Warranty Deed dated November 22, 1976, by and between the Candleridge Development Corporation, as Grantors and the City of Ft. Worth, as Grantee, recorded in Volume 6140, Page 413 of the Deed Records in Tarrant County, Texas;
- Tract #2: 4.425 acres, more or less, out of the James W. Williams Survey, Abstract No. 1599, more particularly described by metes and bounds in that certain Warranty Deed dated November 22, 1976, by and between Candleridge Development Corporation, as Grantors and the City of Ft. Worth, as Grantee, recorded in Volume 6140, Page 414 of the Deed Records in Tarrant County, Texas;
- Tract #3: 5.132 acres, more or less, out of the E. Littlepage Survey, Abstract No. 971, more particularly described by metes and bounds in that certain Warranty Deed dated November 22, 1976, by and between Candleridge Development Corporation, as Grantors and the City of Ft. Worth, as Grantee, recorded in Volume 6140, Page 416 of the Deed Records in Tarrant County, Texas;

- Tract #4: 1.083 acres, more or less, being all of Block 28 out of the Candleridge Addition, an addition to the City of Fort Worth, more particularly described by metes and bounds in that certain Warranty Deed dated August 5, 1976 by and between Candleridge Development Company, as Grantors and the City of Ft. Worth, as Grantee, recorded in Volume 6077, Page 468 of the Deed Records in Tarrant County, Texas;
- Tract #5: 25.176 acres, more or less, being Tract A, Block 20 out of the Candleridge Addition, an addition to the City of Fort Worth more particularly described by metes and bounds in that certain Warranty Deed dated August 5, 1976, by and between Candleridge Development Corporation, as Grantors and the City of Ft. Worth, as Grantee, recorded in Volume 6077, Page 469 of the Deed Records in Tarrant County, Texas;
- Tract #6: 13.458 acres, more or less, being Tract A, Block 21 out of the Candleridge Addition, an addition to the City of Fort Worth, more particularly described by metes and bounds in that certain Deed dated August 5, 1976, by and between the Candleridge Development Corporation, as Grantors and the City of Ft. Worth, as Grantee, recorded in Volume 3226, Page 599 of the Deed Records in Tarrant County, Texas;
- Tract #7: 5.087 acres, more or less, being Tract A, Block 27 out of the Candleridge Addition, an addition to the City of Fort Worth by metes and bounds in that certain Warranty Deed dated August 5, 1976, by and between Candleridge Development Corporation, as Grantors and the City of Fort Worth, as Grantee, recorded in Volume 6077, Page 477 of the Deed Records in Tarrant County, Texas;
- Tract #8: 8.448 acres, more or less, being Tract A, Block 8, out of the Candleridge Addition, an Addition to the City of Fort Worth, more particularly described in that certain Warranty Deed dated June 7, 1976 by and between Candleridge Development Corporation, as Grantor and the City of Fort Worth, as Grantee, recorded in 6036, page 879 of the Deed Records in Tarrant County, Texas;
- Tract #9: 5.888 acres, more or less, being Tract A Block 45 out of the Candleridge Addition, an Addition to the City of Fort Worth, a portion of which is more particularly described in that certain Warranty Deed dated June 7, 1976 by and between Candleridge Development Corporation, as Grantor and the City of Fort Worth, as Grantee, recorded in 6036, page 882 of the Deed Records in Tarrant County, Texas;
- Tract #10: 5.086 acres, more or less, being all of Block 47 out of the Candleridge Addition, an Addition to the City of Fort Worth, more particularly described in that certain Warranty Deed dated June 7, 1976, by and between Candleridge Development Corporation, as Grantors and the City of Fort Worth, as Grantee, recorded in 6036, page 884 of the Deed Records in Tarrant County, Texas;
- Tract #11: 2.02 acres, more or less, being all of Block 48 out of the Candleridge Addition, an Addition to the City of Fort Worth, more particularly described in that certain Warranty Deed dated June 7, 1976, by and between Candleridge Development Corporation, as Grantor and the City of Fort Worth, as Grantee, recorded in 6036, page 886 of the Deed Records in Tarrant County, Texas;

- Tract #12: 1.25 acres, more or less, being all of Block 49 out of the Candleridge Addition, an Addition to the City of Fort Worth, more particularly described in that certain Warranty Deed dated June 7, 1976, by and between Candleridge Development Corporation, as Grantor and the City of Fort Worth, as Grantee, recorded in 6036, page 887 of the Deed Records in Tarrant County, Texas;
- Tract #13 0.656 acres, more or less, being a tract of land out of the James W. Williams Survey, A-1599, more particularly described by metes and bounds in that certain Warranty Deed dated December 29, 1975, by and between Trailwood Land Company, as Grantor and the City of Ft. Worth, as Grantee, recorded in Volume 5941, Page 315 of the Deed Records in Tarrant County, Texas;
- Tract #14 0.57 acres, more or less, being a tract of land out of the James W. Williams Survey, A-1599, more particularly described by metes and bounds in that certain Warranty Deed dated December 29, 1975, by and between Trailwood Land Company, as Grantor and the City of Ft. Worth, as Grantee, recorded in Volume 5941, Page 318 of the Deed Records in Tarrant County, Texas;
- Tract #15 .567 acres, more or less, being all of tract 1FF, out of the James W Williams Survey A-1599, City of Fort Worth, Tarrant County, Texas, and being those lands conveyed by Trailwood Land Company, a partnership composed of Irwin Krauss and S.G. Payte to the City of Fort Worth by Warranty Deed dated 11/19/1976 and filed on 12/27/1976 at Volume 6148, Page 186, of the County Clerk Records in Tarrant County, Texas;
- Tract #16 .960 acres, more or less, being all of tract 1GG, out of the James W. Williams Survey, A-1599, City of Fort Worth, Tarrant County, Texas, and being those lands conveyed by Trailwood Land Company, a partnership composed of Irwin Krauss and S.G. Payte to the City of Fort Worth by Warranty Deed dated 11/19/1976 and filed on 12/27/1976 at Volume 6148, Page 188, of the County Clerk Records in Tarrant County, Texas;

EXECUTED on the date(s) subscribed to the acknowledgements below, but for all purposes effective as of the Effective Date hereof.

**LESSOR:**

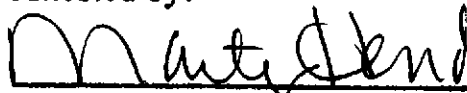
CITY OF FORTH WORTH



By: Fernando Costa

Title: Assistant City Manager

Attested by:

  
Marty Hendrix, City Secretary

APPROVED AS TO  
FORM AND LEGALITY:



ASSISTANT CITY ATTORNEY

L-14982 + L-15093

Contract Authorization

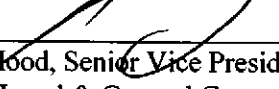
5/18/10 + 11/9/10

Date



**LESSEE:**

**Chesapeake Exploration, L.L.C.**  
an Oklahoma limited liability company

By:   
Henry J. Hood, Senior Vice President –  
Land and Legal & General Counsel

*WJH*  
*CSM*

2F6

**Record & Return to:**  
**Chesapeake Operating, Inc.**  
**P.O. Box 18496**  
**Oklahoma City, OK 73154**

See Attached Signature Page

~~LESSEE:~~

~~CHESAPEAKE EXPLORATION, LLC~~

~~By: Henry J. Hood~~

~~Title: Senior Vice President - Land and Legal & General Counsel~~

**ACKNOWLEDGMENTS**

STATE OF TEXAS                   §  
  §  
COUNTY OF TARRANT       §

This instrument was acknowledged before me on this 13<sup>th</sup> day of January, 2011, by Fernando Acosta, as Assistant City Manager, of CITY OF FORT WORTH.



Evonia Daniels  
Notary Public, State of Texas  
Evonia Daniels  
Notary's name (printed)  
My commission expires: 7-10-13

STATE OF OKLAHOMA           §  
  §  
COUNTY OF OKLAHOMA       §

Record & Return to:  
Chesapeake Operating, Inc.  
P.O. Box 18496  
Oklahoma City, OK 73154

This instrument was acknowledged before me on this 25<sup>th</sup> day of January, 2011, by Henry J. Hood, as Senior Vice President - Land and Legal & General Counsel, of **CHESAPEAKE EXPLORATION, LLC**, on behalf of said limited liability company.

Lauren Dye  
Notary Public, State of Oklahoma  
Lauren Dye  
Notary's name (printed)  
My commission expires: \_\_\_\_\_

